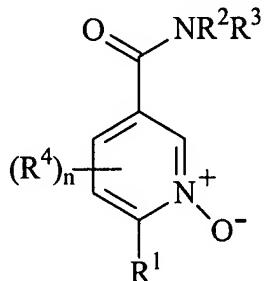


Listing of the Claims:

This listing of claims will replace all prior versions, and listings, of claims in the application:

1. (Currently Amended) A compound having the structure (I):



(I)

and optical isomers, diastereomers, enantiomers and pharmaceutically acceptable salts thereof, wherein

R^1 is selected from R^5 and $\text{R}^5\text{-}(\text{C}_1\text{-C}_6\text{heteroalkylene})$ - where R^5 is selected from hydrogen, halogen, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted aryl, substituted or unsubstituted heteroaryl, substituted or unsubstituted carbocycle aliphatic ring and substituted or unsubstituted heterocycle aliphatic ring, substituted or unsubstituted amino or hydroxy;

R^2 is hydrogen;

R^3 is substituted or unsubstituted aryl or substituted or unsubstituted aryl(alkylene);

each occurrence of R^4 is independently selected from halogen, substituted or unsubstituted alkyl, substituted or unsubstituted heteroalkyl, substituted or unsubstituted aryl, substituted or unsubstituted heteroaryl, substituted or unsubstituted carbocycle aliphatic ring and substituted or unsubstituted heterocycle aliphatic ring, substituted or unsubstituted amino or hydroxy; and

n is 0, 1, 2 or 3;

provided, however, that when R^3 is phenyl, R^4 can not be halogen at the 4-position of the pyridine ring, and that when n is 0, and R^3 is phenyl optionally substituted or phenyl substituted by methoxycarbonyl, R^1 can not be selected from R^5 where R^5 is hydrogen.

2. – 3. (Previously Cancelled)

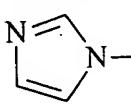
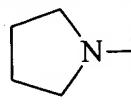
4. (Previously Amended) A compound of claim 1 wherein n is 0 or 1.

5. (Original) A compound of claim 4 wherein R^1 is R^5 - SO_2^- and R^5 is selected from alkyl, heteroalkyl, aryl, carbocycle, aryl(alkylene), and carbocycle(alkylene).

6. (Original) A compound of claim 5 wherein, for R^5 , alkyl is C_1 - C_{10} alkyl; heteroalkyl is C_1 - C_{10} alkyl with 1, 2 or 3 heteroatoms selected from N, O and S; aryl is phenyl, substituted phenyl, naphthyl or substituted naphthyl; carbocycle is C_3 - C_8 carbocycle; and alkylene is C_1 - C_{10} alkylene.

7. (Original) A compound of claim 5 wherein R^1 is selected from $(C_1$ - C_6 alkyl) SO_2^- , $PhSO_2^-$, fluorinatedphenyl SO_2^- , $PhCH_2SO_2^-$, cyclopentyl SO_2^- , m -carboxyphenyl SO_2^- , m -methylphenyl SO_2^- , and $HOOC-(C_1$ - C_4 alkylene) SO_2^- .

8. (Original) A compound of claim 1 wherein R^1 is selected from halogen, amino, hydrocarbyl amino, dihydrocarbyl amino, hydrocarbyloxy, hydrocarbylthio, heterocyclyl, (heteroalkyl)amino, and (heteroaryl)amino.

9. (Original) A compound of claim 7 wherein R^1 is selected from amino, $(C_1$ - C_6 alkyl) $(C_1$ - C_6 alkyl)amino, $PhNH^-$, $PhCH_2NH^-$,  ,  , and $HOCH_2CH_2NH^-$.

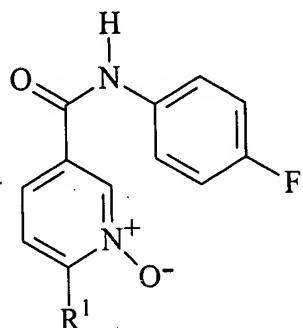
10. (Original) A compound of claim 8 wherein R¹ is selected from halide and (C₁-C₆alkyl)S-.

11. (Original) A compound of claim 10 wherein R¹ is chloride.

12. (Previously Cancelled)

13. (Previously Amended) A compound of claim 4 wherein R³ is aryl.

14. (Original) A compound of claim 1 having structure (II)



(II).

15. (Original) A compound of claim 14 wherein R¹ is selected from (C₁-6alkyl)SO₂-, PhSO₂-, fluorinatedphenylSO₂-, PhCH₂SO₂-, cyclopentylSO₂-, m-carboxyphenylSO₂-, m-methylphenylSO₂-, and HOOC-(C₁-C₄alkylene)SO₂-.

16. (Original) A compound of claim 4 wherein R³ is benzyl or phenyl, the benzyl or phenyl having 0, 1, 2, 3 or 4 substituents selected from alkoxy, alkoxycarbonyl, alkyl, alkylamido, alkylcarbonyl, amido, benzyl optionally substituted with halogen, benzyloxy, carboxy, cyano, dialkylamido, haloalkyl, haloalkyloxy, halogen, hydroxy, nitro, oxoalkyl, phenyl optionally substituted with halogen, thioalkyl, thiocyanate, and thiohaloalkyl.

17. (Cancelled)

18. (Original) A compound of claim 1 wherein said compound is 6-Chloro-N-(4-fluoro-phenyl)-1-oxy-nicotinamide.

19. (Original) A compound of claim 1 wherein said compound is N-(4-Fluoro-phenyl)-6-(2-hydroxy-ethylamino)-1-oxy-nicotinamide.

20. (Original) A compound of claim 1 wherein said compound is 6-Bromo-N-(4-fluoro-phenyl)-1-oxy-nicotinamide.

21. (Original) A compound of claim 1 wherein said compound is 5,6-Dichloro-N-(4-fluoro-phenyl)-1-oxy-nicotinamide.

22. (Original) A compound of claim 1 wherein said compound is 6-Ethanesulfonyl-N-(4-fluoro-phenyl)-1-oxy-nicotinamide.

23. (Original) A compound of claim 1 wherein said compound is N-(4-Fluoro-phenyl)-1-oxy-6-(propane-2-sulfonyl)-nicotinamide.

24. (Original) A compound of claim 1 wherein said compound is N-(4-Fluoro-phenyl)-6-methanesulfonyl-1-oxy-nicotinamide.

25. (Original) A compound of claim 1 wherein said compound is 6-Benzenesulfonyl-N-(4-fluoro-phenyl)-1-oxy-nicotinamide.

26. (Original) A compound of claim 1 wherein said compound is N-(4-Fluoro-phenyl)-1-oxy-6-phenylmethanesulfonyl-nicotinamide.

27. (Original) A compound of claim 1 wherein said compound is 6-Chloro-N-(3-chloro-4-fluoro-phenyl)-1-oxy-nicotinamide.

28. (Original) A compound of claim 1 wherein said compound is 6-Chloro-N-(4-iodo-phenyl)-1-oxy-nicotinamide.

29. (Original) A compound of claim 1 wherein R¹ is selected from halogen, heteroalkyl or amino, R² is H, R³ is aryl and R⁴ is H.

30. (Previously Amended) A composition comprising a compound of claim 1 and a pharmaceutically acceptable carrier, adjuvant or excipient.

31.-44. (Cancelled)